

**United States Bankruptcy Court**  
**Western District of New York**

**Voluntary Petition**

<b>Name of Debtor (if individual, enter Last, First, Middle):</b> <b>OurPlane Corp.</b>	<b>Name of Joint Debtor (Spouse) (Last, First, Middle):</b>
<b>All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):</b>	<b>All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):</b>
<b>Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)</b> <b>16-1605166</b>	<b>Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)</b>
<b>Street Address of Debtor (No. and Street, City, and State):</b> <b>12020 Sunrise Valley Drive Suite 100</b> <b>Reston, VA</b>	<b>Street Address of Joint Debtor (No. and Street, City, and State):</b>
ZIP Code <b>20191</b>	ZIP Code
<b>County of Residence or of the Principal Place of Business:</b> <b>Fairfax</b>	<b>County of Residence or of the Principal Place of Business:</b>
<b>Mailing Address of Debtor (if different from street address):</b>	<b>Mailing Address of Joint Debtor (if different from street address):</b>
ZIP Code	ZIP Code

**Location of Principal Assets of Business Debtor (if different from street address above):**

<b>Type of Debtor (Form of Organization) (Check one box)</b>  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)  <b>A New York Corporation</b>	<b>Nature of Business (Check one box)</b>  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <b>Tax-Exempt Entity (Check box, if applicable)</b> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</b>  <input checked="" type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts (Check one box)</b>  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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<b>Filing Fee (Check one box)</b>  <input checked="" type="checkbox"/> Full Filing Fee attached  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).  Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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<b>Statistical/Administrative Information</b> <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.  <b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input checked="" type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000  <b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input checked="" type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion  <b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input checked="" type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	<b>THIS SPACE IS FOR COURT USE ONLY</b>
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**Voluntary Petition***(This page must be completed and filed in every case)*Name of Debtor(s):  
**OurPlane Corp.****All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)**

Location Where Filed: <b>- None -</b>	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)**

Name of Debtor: <b>- None -</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:

**Exhibit A**

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.

**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

**X** \_\_\_\_\_  
Signature of Attorney for Debtor(s) (Date)

**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

- ☐ Yes, and Exhibit C is attached and made a part of this petition.  
☒ No.

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

**Information Regarding the Debtor - Venue**

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.  
☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.  
☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and  
☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.  
☒ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition**

(This page must be completed and filed in every case)

Name of Debtor(s):  
**OurPlane Corp.****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
Signature of DebtorX \_\_\_\_\_  
Signature of Joint Debtor\_\_\_\_\_  
Telephone Number (If not represented by attorney)\_\_\_\_\_  
Date**Signature of Attorney\***X   
Signature of Attorney for Debtor(s)**William E. Lawson**

Printed Name of Attorney for Debtor(s)

**Aaron Dautch Sternberg & Lawson, LLP**

Firm Name

**730 Convention Tower  
43 Court St  
Buffalo, NY 14202-3172**

Address

Email: lawson@aarondautch.com

(716) 854-3015 Fax: (716) 854-1716

Telephone Number

Date

Sept 28 2010

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X   
Signature of Authorized Individual**Graham Casson**

Printed Name of Authorized Individual

**President**

Title of Authorized Individual

Date

Sept 28/2010

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.X \_\_\_\_\_  
Signature of Foreign Representative\_\_\_\_\_  
Printed Name of Foreign Representative\_\_\_\_\_  
Date**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)\_\_\_\_\_  
Address

X \_\_\_\_\_

\_\_\_\_\_  
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

**United States Bankruptcy Court**  
**Western District of New York**

In re **OurPlane Corp.**,  
 Debtor

Case No. \_\_\_\_\_

Chapter **7**

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	<b>Yes</b>	<b>1</b>	<b>0.00</b>		
B - Personal Property	<b>Yes</b>	<b>3</b>	<b>800,877.95</b>		
C - Property Claimed as Exempt	<b>No</b>	<b>0</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>1</b>		<b>1,200,000.00</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>5</b>		<b>398,017.31</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>24</b>		<b>2,463,780.47</b>	
G - Executory Contracts and Unexpired Leases	<b>Yes</b>	<b>1</b>			
H - Codebtors	<b>Yes</b>	<b>1</b>			
I - Current Income of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
J - Current Expenditures of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
Total Number of Sheets of ALL Schedules		<b>36</b>			
Total Assets			<b>800,877.95</b>		
Total Liabilities				<b>4,061,797.78</b>	

**United States Bankruptcy Court**  
**Western District of New York**

In re **OurPlane Corp.**  
Debtor

Case No. \_\_\_\_\_

Chapter **7**

**STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)**

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

- ☐ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

**This information is for statistical purposes only under 28 U.S.C. § 159.**

**Summarize the following types of liabilities, as reported in the Schedules, and total them.**

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

**State the following:**

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20 )	

**State the following:**

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
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None

Sub-Total >

0.00

(Total of this page)

Total >

0.00

0 continuation sheets attached to the Schedule of Real Property

(Report also on Summary of Schedules)

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petitioner is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	<b>X</b>			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		<b>Royal Bank of Canada 383 Richmond Street London Ontario Canada N6A 3C4</b>	-	<b>877.95</b>
3. Security deposits with public utilities, telephone companies, landlords, and others.	<b>X</b>			
4. Household goods and furnishings, including audio, video, and computer equipment.	<b>X</b>			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	<b>X</b>			
6. Wearing apparel.	<b>X</b>			
7. Furs and jewelry.	<b>X</b>			
8. Firearms and sports, photographic, and other hobby equipment.	<b>X</b>			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	<b>X</b>			
10. Annuities. Itemize and name each issuer.	<b>X</b>			

Sub-Total > **877.95**  
(Total of this page)

2 continuation sheets attached to the Schedule of Personal Property

Case 1-10-14194-CLB Doc 1 Filed 09/29/10 Entered 09/29/10 11:18:00 Desc Main

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	<b>X</b>			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	<b>X</b>			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	<b>X</b>			
14. Interests in partnerships or joint ventures. Itemize.	<b>X</b>			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	<b>X</b>			
16. Accounts receivable.	<b>X</b>			
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<b>X</b>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	<b>X</b>			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	<b>X</b>			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	<b>X</b>			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	<b>X</b>			

Sub-Total > **0.00**  
(Total of this page)

Sheet 1 of 2 continuation sheets attached  
to the Schedule of Personal Property



In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	NON E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
22. Patents, copyrights, and other intellectual property. Give particulars.	<b>X</b>			
23. Licenses, franchises, and other general intangibles. Give particulars.	<b>X</b>			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	<b>X</b>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<b>X</b>			
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.		<b>One Eclipse Echo Airplane E 500 FAA Registration #N370P located at Boca Aircraft Maintenance, 3300 Airport Road, Hangar 2, Suite #121, Boca Raton FL 33431</b>	-	<b>800,000.00</b>
28. Office equipment, furnishings, and supplies.	<b>X</b>			
29. Machinery, fixtures, equipment, and supplies used in business.	<b>X</b>			
30. Inventory.	<b>X</b>			
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
33. Farming equipment and implements.	<b>X</b>			
34. Farm supplies, chemicals, and feed.	<b>X</b>			
35. Other personal property of any kind not already listed. Itemize.		<b>Debtor is plaintiff with a claim of \$649,900.00 in a class action versus Eclipse Auctions. Attorneys are Sneed Lang Harrold, Attorneys at Law, 1700 Williams Center Tower I, One West Third Street, Tulsa OK 74103-3532</b>	-	<b>Unknown</b>

Sub-Total >	<b>800,000.00</b>
(Total of this page)	
Total >	<b>800,877.95</b>

Sheet 2 of 2 continuation sheets attached  
to the Schedule of Personal Property

(Report also on Summary of Schedules)

**Case 1-10-14194-CLB Doc 1 Filed 09/29/10 Entered 09/29/10 11:18:00 Desc Main**

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D	W I F E	J O I N T	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		Husband, Wife, Joint, or Community							
Account No.		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN							
Advanced Disposal Systems 7915 Baymeadows Way Suite 300 Jacksonville, FL 32256		October 1, 2007  Lien on Property  Eclipse E500 FAA Registration #N370P						1,200,000.00	1,200,000.00
		Value \$ 0.00							
Account No.									
		Value \$							
Account No.									
		Value \$							
Account No.									
		Value \$							
Subtotal (Total of this page)								1,200,000.00	1,200,000.00
Total (Report on Summary of Schedules)								1,200,000.00	1,200,000.00

0 continuation sheets attached

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,600\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

# **SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS** (Continuation Sheet)

## **Taxes and Certain Other Debts Owed to Governmental Units**

### TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.			<b>2007-2010</b>					
<b>City of Sugar Land Property Tax PO Box 5029 Sugar Land, TX 77487-5029</b>		-	<b>Property Tax on aircraft</b>					<b>0.00</b>
							<b>2,185.95</b>	<b>2,185.95</b>
Account No.			<b>2004</b>					
<b>Connecticut Sales Tax 25 Sigourney Street Suite 2 Hartford, CT 06106</b>		-	<b>Sales Tax</b>					<b>0.00</b>
							<b>13,164.00</b>	<b>13,164.00</b>
Account No.			<b>2010</b>					
<b>Dallas Central Appraisal District Business Perosnal Property Division Box 560368 Dallas, TX 75356-0368</b>		-	<b>Sales Tax</b>					<b>0.00</b>
							<b>2,500.00</b>	<b>2,500.00</b>
Account No.			<b>2007</b>					
<b>Florida Dept of Revenue Taxpayer Services 5050 W. Tennessee Street Bldg L Tallahassee, FL 32399-0113</b>		-	<b>Sales Tax</b>					<b>0.00</b>
							<b>108,000.00</b>	<b>108,000.00</b>
Account No.			<b>2006-2009</b>					
<b>Florida Dept. of Revenue Taxpayer Services 5050 W. Tennessee Street Bldg L Tallahassee, FL 32399-0112</b>		-	<b>Sales Tax</b>					<b>0.00</b>
							<b>17,819.00</b>	<b>17,819.00</b>
Subtotal								<b>0.00</b>
(Total of this page)							<b>143,668.95</b>	<b>143,668.95</b>

Sheet **1** of **4** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

# **SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS** (Continuation Sheet)

## **Taxes and Certain Other Debts Owed to Governmental Units**

### TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.			<b>2007-2010</b>					
<b>Fort Bend County Tax Office 1317 Eugene Heimann Circle Richmond, TX 77469</b>		-	<b>Sales Tax</b>					<b>0.00</b>
							<b>7,826.00</b>	<b>7,826.00</b>
Account No.			<b>2007-2010</b>					
<b>Fort Bend Independent School District 16431 Lexington Blvd. Sugar Land, TX 77479</b>		-	<b>Property Tax</b>					<b>0.00</b>
							<b>3,232.25</b>	<b>3,232.25</b>
Account No.			<b>2008</b>					
<b>Internal Revenue Service P O Box 21126 Philadelphia, PA 19114</b>		-	<b>Withholding Tax</b>					<b>0.00</b>
							<b>16,585.00</b>	<b>16,585.00</b>
Account No.			<b>2005-2009</b>					
<b>Los Angeles County Tax Collector 225 North Hill Street Room 122 Los Angeles, CA 90012</b>		-	<b>Sales Tax</b>					<b>0.00</b>
							<b>73,051.00</b>	<b>73,051.00</b>
Account No.			<b>2007-2010</b>					
<b>Los Angeles County Tax Collector 500 W. Temple Street Los Angeles, CA 90012</b>		-	<b>Property tax</b>					<b>0.00</b>
							<b>10,013.16</b>	<b>10,013.16</b>
Subtotal								<b>0.00</b>
(Total of this page)							<b>110,707.41</b>	<b>110,707.41</b>

Sheet **2** of **4** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

# **SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS** (Continuation Sheet)

## **Taxes and Certain Other Debts Owed to Governmental Units**

### TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								A M O U N T E N T I T L E D T O P R I O R I T Y
Account No.			<b>2007-2010</b>					
<b>Minnesota Department of Transportation Transportation Building 395 John Ireland Blvd. Saint Paul, MN 55155</b>	-		<b>Property tax</b>				<b>6,516.60</b>	<b>0.00</b>
								<b>6,516.60</b>
Account No.			<b>2005-2009</b>					
<b>Minnesota Sales Tax Sales and UST Tax Division Mail Station 6330 Saint Paul, MN 55146-6330</b>	-		<b>Sales Tax</b>				<b>1,516.00</b>	<b>0.00</b>
								<b>1,516.00</b>
Account No.			<b>2005-2009</b>					
<b>NYS Department of Tax &amp; Finance Tax Processing Unit PO Box 1909 Albany, NY 12201-1909</b>	-		<b>Sales Tax</b>				<b>69,058.00</b>	<b>0.00</b>
								<b>69,058.00</b>
Account No.			<b>2007-2010</b>					
<b>Orange County Tax Collector PO Box 2551 200 South Orange Avenue Suite 1500 Orlando, FL 32801</b>	-		<b>Property Tax</b>				<b>2,800.35</b>	<b>0.00</b>
								<b>2,800.35</b>
Account No.			<b>2010</b>					
<b>State Comptroller of Public Accounts Box 149359 Austin, TX 78714-9359</b>	-		<b>Texas Tax</b>				<b>250.00</b>	<b>0.00</b>
								<b>250.00</b>
Subtotal								<b>0.00</b>
(Total of this page)							<b>80,140.95</b>	<b>80,140.95</b>

Sheet **3** of **4** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

In re **OurPlane Corp.**  
Debtor

Case No. \_\_\_\_\_

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)**Taxes and Certain Other Debts  
Owed to Governmental Units**

## TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.			<b>2004-2010</b>					
<b>Utah State Tax Commission</b> <b>210 North 1950 West</b> <b>Salt Lake City, UT 84134</b>		-	<b>Sales Tax</b>					<b>0.00</b>
							<b>63,500.00</b>	<b>63,500.00</b>
Account No.								
Account No.								
Account No.								
Account No.								

Sheet **4** of **4** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority ClaimsSubtotal  
(Total of this page)**63,500.00****0.00**  
**63,500.00**

Total

(Report on Summary of Schedules)

**398,017.31****0.00**  
**398,017.31**

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			<b>2010</b>				
<b>Aero Records and Title Co.</b> <b>6350 West Reno Avenue</b> <b>Oklahoma City, OK 73127</b>	-		<b>Title Services</b>				<b>166.00</b>
Account No.			<b>2010</b>				
<b>Aero Resources</b> <b>PO Box 1833</b> <b>Houston, TX 77251-1833</b>	-		<b>Title Services</b>				<b>2,407.50</b>
Account No.			<b>2010</b>				
<b>AIC Title Service, LLC</b> <b>6350 West Reno Avenue</b> <b>Oklahoma City, OK 73127</b>	-		<b>Title Services</b>				<b>395.00</b>
Account No.			<b>2009</b>				
<b>Air Power Inc.</b> <b>1430 Trinity Avenue</b> <b>PO Box 5406</b> <b>High Point, NC 27262</b>	-		<b>Aircraft maintenance</b>				<b>212.00</b>
Subtotal (Total of this page)							<b>3,180.50</b>

23 continuation sheets attached



In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			<b>2009</b>				
<b>Alpha Reporting Services Inc.</b> <b>7920 Belt Line Road Suite 500</b> <b>Dallas, TX 75254</b>		-	<b>Aircraft maintenance</b>				<b>1,053.41</b>
Account No.			<b>2009</b>				
<b>American Aviation</b> <b>2495 Broad Street</b> <b>Brooksville, FL 34604</b>		-	<b>Aircraft maintenance</b>				<b>1,295.00</b>
Account No.			<b>July 2010</b>				
<b>Brett Anderson</b> <b>1273 W. 1300 S.</b> <b>Woods Cross, UT 84087</b>		-	<b>Use license contract percentage of airplane</b> <b>N680P unpaid</b>				<b>25,128.00</b>
Account No.			<b>July 2010</b>				
<b>John Arias</b> <b>9010 Saddleback Road</b> <b>Park City, UT 84098</b>		-	<b>Use license contract percentage of airplane</b> <b>N680P unpaid</b>				<b>29,498.00</b>
Account No.			<b>2010</b>				
<b>Atlantic Aviation Corporation</b> <b>PO Box 641830</b> <b>Pittsburgh, PA 15264-1830</b>		-	<b>Aircraft maintenance</b>				<b>700.00</b>
Sheet no. <u>1</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>57,674.41</b>
Subtotal (Total of this page)							

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		-	2007-2009 Advertising				6,227.50
Aviation International News 218 Franklin Avenue Midland Park, NJ 07432							
Account No.		-	July 2010 Use license contract percentage of airplane N680P unpaid				29,498.00
Rob Bacon 2536 Campus Drive Salt Lake City, UT 84121							
Account No.		-	2007-2010 Legal Services				11,948.20
Barnes & Thornburg 171 Monroe Avenue NW Suite 1000 Grand Rapids, MI 49503-2694							
Account No.		-	2010 Aircraft services				10,000.00
Bat Masonry Company 22473 Timberlake Road Lynchburg, VA 24502							
Account No.		-	2008 Advertising				21,173.00
Bates Lee Advertising 2950 Airway Avenue #A9 Costa Mesa, CA 92626-6019							
Sheet no. <u>2</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							78,846.70

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community H W J C	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>Brian Binau</b> <b>5219 Pine</b> <b>Bellaire, TX 77401</b>		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.  <b>Anticipated shortage &amp; will not cover this claim</b> <b>Use license contract percentage of airplane</b> <b>- N1020P unpaid</b>				<b>23,750.00</b>
Account No.  <b>Jack Blanton Jr.</b> <b>3347 Chevy Chase Drive</b> <b>Houston, TX 77019</b>		<b>March 2010</b> <b>Use license contract percentage of airplane</b> <b>- N460P unpaid</b>				<b>18,400.00</b>
Account No.  <b>Blue Sky Aviation Detailing</b> <b>14707 Concord Grove</b> <b>Houston, TX 77804</b>		<b>2007-2010</b> <b>Aircraft maintenance</b> <b>-</b>				<b>360.00</b>
Account No.  <b>Blume Engineering LLC</b> <b>581 Dunnegan Drive</b> <b>Laguna Beach, CA 92651</b>		<b>2007</b> <b>Deposit on Eclipse Jet</b> <b>-</b>				<b>182,435.00</b>
Account No.  <b>Bode Aviation Inc.</b> <b>7401 Paseo Del Volcan NW</b> <b>Albuquerque, NM 87121</b>		<b>2007-2010</b> <b>Aircraft maintenance</b> <b>-</b>				<b>1,282.97</b>
Sheet no. <b>3</b> of <b>23</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>226,227.97</b>

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			<b>September 16, 2010</b>				
<b>Gary Burke</b> <b>2712 Ocean Front</b> <b>Del Mar, CA 92014</b>		-	<b>Use license contract percentage of airplane</b> <b>N670P unpaid</b>				<b>13,965.00</b>
Account No.			<b>2007-2009</b>				
<b>Cirrus Design Corporation</b> <b>4515 Taylor Circle</b> <b>Duluth, MN 55811</b>		-	<b>Aircraft maintenance</b>				<b>3,564.64</b>
Account No.			<b>2008</b>				
<b>City Business Journals Network</b> <b>120 West Morehead Street</b> <b>Charlotte, NC 28202-1874</b>		-	<b>Advertising</b>				<b>5,757.00</b>
Account No.			<b>2007-2010</b>				
<b>Clear Star Aviation LLC</b> <b>4765 Frank Luke Drive</b> <b>Addison Airport</b> <b>Addison, TX 75001</b>		-	<b>Aircraft maintenance</b>				<b>1,008.08</b>
Account No.			<b>2007-2010</b>				
<b>Crownair Aviation</b> <b>3753 John J. Montgomery Drive</b> <b>San Diego, CA 92123</b>		-	<b>Aircraft maintenance</b>				<b>3,871.18</b>
Sheet no. <b>4</b> of <b>23</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>28,165.90</b>
Subtotal (Total of this page)							

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			<b>2008</b>				
<b>CSC - Corporation Service Company</b> <b>2711 Centerville Road</b> <b>Wilmington, DE 19808</b>		-	<b>Business services</b>				<b>951.00</b>
Account No.			<b>2008</b>				
<b>Dr. Parvez Dara</b> <b>527 Fielders Lane</b> <b>Toms River, NJ 08755</b>		-	<b>Deposit on Eclipse Jet</b>				<b>299,840.00</b>
Account No.			<b>2008-2009</b>				
<b>Davis DeYoung LLP</b> <b>1901 Avenue of the Stars</b> <b>Suite 200</b> <b>Los Angeles, CA 90067</b>		-	<b>Legal Services</b>				<b>7,574.78</b>
Account No.			<b>2008</b>				
<b>Dealer Communications</b> <b>2000 Town Center</b> <b>Suite 1900</b> <b>Southfield, MI 48075</b>		-	<b>Advertising</b>				<b>11,990.00</b>
Account No.			<b>2007-2009</b>				
<b>DeLoitte &amp; Touche LLP</b> <b>350 S. Grand Avenue</b> <b>Los Angeles, CA 90071</b>		-	<b>Accounting Services</b>				<b>7,055.01</b>
Sheet no. <u>5</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							<b>327,410.79</b>

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>2007-2010</b>				
<b>Desser Tire &amp; Rubber</b> <b>6900 Acco Street</b> <b>Montebello, CA 90640</b>	-	<b>Aircraft maintenance</b>				<b>730.00</b>
Account No.		<b>Anticipated shortage &amp; will not cover this claim</b>				
<b>Peter Diebold</b> <b>531 Rancho Bauer Drive</b> <b>Houston, TX 77079</b>	-	<b>Use license contract percentage of airplane N1020P unpaid</b>				<b>26,600.00</b>
Account No.		<b>June 2010</b>				
<b>Martin Doran</b> <b>315 Elm Street</b> <b>New Canaan, CT 06840</b>	-	<b>Use license contract percentage of airplane N630P unpaid</b>				<b>22,434.00</b>
Account No.		<b>2007-2010</b>				
<b>Drew and Drew</b> <b>159 Linwood Avenue</b> <b>Buffalo, NY 14210</b>	-	<b>Legal Services</b>				<b>15,965.72</b>
Account No.		<b>February 2010</b>				
<b>Daniel Dulitz</b> <b>181 Centre Street #4</b> <b>Mountain View, CA 94041</b>	-	<b>Use license contract percentage of airplane N760P unpaid</b>				<b>19,481.00</b>
Sheet no. <b>6</b> of <b>23</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page)
						<b>85,210.72</b>

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			<b>July 2010</b>				<b>26,125.00</b>
<b>Don Dumas</b> <b>1533 Eaglepoint Drive</b> <b>Carrollton, TX 75007</b>	-		<b>Use license contract percentage of airplane</b> <b>N990P unpaid</b>				
Account No.			<b>July 2010</b>				<b>23,546.00</b>
<b>Robert Duncan</b> <b>8830 Lakewood Drive</b> <b>Irving, TX 75063</b>	-		<b>Use license contract percentage of airplane</b> <b>N990P unpaid</b>				
Account No.			<b>June 2010</b>				<b>19,110.00</b>
<b>Brian Dunefsky</b> <b>154 Fieldpoint Drive</b> <b>Irvington, NY 10533</b>	-		<b>Use license contract percentage of airplane</b> <b>N630P unpaid</b>				
Account No.			<b>2007-2010</b>				<b>40.00</b>
<b>Easton Airport</b> <b>29137 Newnam Road</b> <b>Unit One</b> <b>Easton, MD 21601</b>	-		<b>Aircraft services</b>				
Account No.			<b>2008</b>				<b>7,601.19</b>
<b>Eclipse Aviation Corporation</b> <b>2503 Clark Carr Loop SE</b> <b>Albuquerque, NM 87106</b>	-		<b>Aircraft maintenance</b>				
Sheet no. <u>7</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>Subtotal</b> (Total of this page)
							<b>76,422.19</b>

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.					
Account No.								
Gary Elkins 16430 Koester Houston, TX 77040		-	Anticipated shortage & will not cover this claim Use license contract percentage of airplane N1020P unpaid				23,750.00	
Account No.								
Federal Aviation Administration 800 Independence Avenue SW Washington, DC 20591		-	2007-2010 Aircraft services				261.00	
Account No.								
Fedex Trade Networks 7075 Ordan Drive Mississauga Ontario L5T 1K6		-	2007-2010 Courier services				47.38	
Account No.								
Richard Fish 6349 Vanderbilt Street Houston, TX 77005		-	March 2010 Use license contract percentage of airplane N460P unpaid				21,581.00	
Account No.								
FMS Airspares 1930 East Airport Blvd Sanford, FL 32773		-	2007-2010 Aircraft maintenance				792.75	
Sheet no. <u>8</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	46,432.13





In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.					
Account No.			July 2010				23,546.00	
Mark Hanley 3810 South Cooper Street Arlington, TX 76015	-		Use license contract percentage of airplane N990P unpaid					
Account No.			July 2010				22,069.00	
Carl Hansen 4517 Gilford Drive Edina, MN 55435	-		Use license contract percentage of airplane N640P unpaid					
Account No.			Anticipated shortage & will not cover this claim				23,750.00	
Robert Hawley 5111 Braeburn Drive Bellaire, TX 77401	-		Use license contract percentage of airplane N1020P unpaid					
Account No.			2007-2010				2.50	
Hawthorne Municipal Airport 4455 W. 126th Street Hawthorne, CA 90250	-		Aircraft services					
Account No.			March 2010				18,047.00	
Jolly Hayden 4532 Beech Street Bellaire, TX 77401	-		Use license contract percentage of airplane N460P unpaid					
Sheet no. <u>10</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	87,414.50

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.					
Account No.			Anticipated shortage & will not cover this claim Use license contract percentage of airplane N1020P unpaid				19,950.00	
Robert Herlin 3 Raydon Lane Houston, TX 77024		-						
Account No.			July 2010 Use license contract percentage of airplane N640P unpaid				22,069.00	
David Herr 844 Fairmount Avenue Saint Paul, MN 55105-3340		-						
Account No.			2006 Deposit on Eclipse Jet				104,533.00	
HostDime Inc. - E. Vivar 1157 Hollow Pinve Drive Oviedo, FL 32765		-						
Account No.			2010 Aircraft services				5,202.24	
Houston Aviation Center LLC 1288 Highway 6 South Hanger 104 Sugar Land, TX 77478		-						
Account No.			July 2010 Use license contract percentage of airplane N640P unpaid				28,785.00	
Thomas Hunt 555 E 215th Street Jordan, MN 55352		-						
Sheet no. <u>11</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	180,539.24

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
Account No.			August 2010 Use license contract percentage of airplane N880P unpaid				17,290.00	
Robert Hyams 3734 Broadlawn Drive Los Angeles, CA 90068	-							
Account No.			2007 Deposit on Eclipse Jet				5,000.00	
J&T Aviation -J. Gombold 11050 Crystal Springs Road Santee, CA 92071	-							
Account No.			May 2010 Use license contract percentage of airplane N3800P unpaid				21,446.00	
JD Megargel 40 Aegean Avenue Tampa, FL 33606	-							
Account No.			2007-2010 Aircraft maintenance				668.98	
Jeppesen 55 Inverness Drive East Englewood, CO 80112	-							
Account No.			September 16, 2010 Use license contract percentage of airplane N670P unpaid				16,625.00	
JT Aviation 11050 Crystal Springs Road Santee, CA 92017	-							
Sheet no. <u>12</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	61,029.98

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			<b>2009</b> <b>Legal services</b>				<b>93,252.17</b>
<b>K &amp; L Gates</b> <b>1717 Main Street</b> <b>Suite 2800</b> <b>Dallas, TX 75201</b>	-						
Account No.			<b>August 2010</b> <b>Use license contract percentage of airplane</b> <b>N880P unpaid</b>				<b>15,438.00</b>
<b>Ron Kaplan</b> <b>2669 Roscomare Road</b> <b>Los Angeles, CA 90077</b>	-						
Account No.			<b>2007-2010</b> <b>Aircraft services</b>				<b>995.00</b>
<b>Kar Tek Auto Salon Mobile Detailing</b> <b>2034 Hidden Crest Drive</b> <b>El Cajon, CA 92019</b>	-						
Account No.			<b>September 16, 2010</b> <b>Use license contract percentage of airplane</b> <b>N670P unpaid</b>				<b>16,625.00</b>
<b>Brian Keating</b> <b>9633 La Jolla Farms Road</b> <b>La Jolla, CA 92307</b>	-						
Account No.			<b>August 2010</b> <b>Use license contract percentage of airplane</b> <b>N880P unpaid</b>				<b>15,438.00</b>
<b>Bill Kennedy</b> <b>24807 Los Altos Drive</b> <b>Valencia, CA 91355</b>	-						
Sheet no. <u>13</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)			<b>141,748.17</b>

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			<b>June 2010</b> <b>Use license contract percentage of airplane</b> <b>N630P unpaid</b>				<b>19,110.00</b>
<b>Daniel Kortick</b> <b>19 Hallocks Run</b> <b>Somers, NY 10589</b>	-						
Account No.			<b>July 2010</b> <b>Use license contract percentage of airplane</b> <b>N990P unpaid</b>				<b>21,945.00</b>
<b>Jerome Kwiecien</b> <b>384 Pine Valley Drive</b> <b>Fairview, TX 75069</b>	-						
Account No.			<b>2007</b> <b>Accounting services</b>				<b>7,500.00</b>
<b>Lakeside Advisors Inc.</b> <b>1115 East Denny Way</b> <b>Seattle, WA 98122</b>	-						
Account No.			<b>May 2010</b> <b>Use license contract percentage of airplane</b> <b>N3800P unpaid</b>				<b>26,553.00</b>
<b>Lima Charlie - Harry Hedaya</b> <b>4890 W. Kennedy Blvd</b> <b>Suite 260</b> <b>Tampa, FL 33609</b>	-						
Account No.			<b>June 2010</b> <b>Use license contract percentage of airplane</b> <b>N630P unpaid</b>				<b>22,434.00</b>
<b>Ben MacDonald</b> <b>3400 Redding Road</b> <b>Fairfield, CT 06824</b>	-						
Sheet no. <u>14</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)			<b>97,542.00</b>

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			July 2010 Use license contract percentage of airplane N640P unpaid				25,907.00
Carey Mariash 9152 Lambeth Court Indianapolis, IN 46278	-						
Account No.			2009 Legal services				465.24
Mark Anchor Albert, Esq., 601 South Figueroa Street Suite 2370 Los Angeles, CA 90017	-						
Account No.			July 2010 Use license contract percentage of airplane N990P unpaid				23,546.00
Andy McCarthy 7335 Inwood Road Dallas, TX 75209	-						
Account No.			July 2010 Use license contract percentage of airplane N680P unpaid				25,128.00
Ed McDonough 1514 Preston Street Salt Lake City, UT 84108	-						
Account No.			2006 Deposit on Eclipse Jet				104,533.00
Michael !Lahie Jamaica Towers Suite 202 2885 Gulf Shore N. Naples, FL 34103	-						
Sheet no. 15 of 23 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)			179,579.24

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			<b>2007-2010 Aircraft services</b>				<b>9,766.47</b>
<b>Million Air - Utah 303 North 2370 West Salt Lake City, UT 84116</b>	-						
Account No.			<b>February 2010 Use license contract percentage of airplane N760P unpaid</b>				<b>19,481.00</b>
<b>David Misunas 7001 Oakport Street Oakland, CA 94621</b>	-						
Account No.			<b>Anticipated shortage &amp; will not cover this claim Use license contract percentage of airplane N1020P unpaid</b>				<b>23,750.00</b>
<b>Sterling Moore 2647 Joann Street Stafford, TX 77477</b>	-						
Account No.			<b>July 2010 Use license contract percentage of airplane N640P unpaid</b>				<b>25,907.00</b>
<b>Jeb Morrison 11636 Timberline Road Minneapolis, MN 55305</b>	-						
Account No.			<b>2008-2009 Aircraft fuel</b>				<b>19,527.04</b>
<b>Multi Service 8650 College Blvd. Overland Park, KS 66210</b>	-						
Sheet no. <u>16</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>98,431.51</b>
Subtotal (Total of this page)							



In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.					
Account No.			<b>2006</b> <b>Deposit on Eclipse Jet</b>				<b>104,533.00</b>	
<b>National Security Co., Inc. - Shane Wang</b> <b>111 Westfoot Hill Blvd.</b> <b>Arcadia, CA 91006</b>		-						
Account No.			<b>2009</b> <b>Financial services</b>				<b>54,289.66</b>	
<b>Nexa Capital</b> <b>1250 24th Street NW</b> <b>Suite 300</b> <b>Washington, DC 20037</b>		-						
Account No.			<b>2007-2010</b> <b>Aircraft services</b>				<b>4,400.00</b>	
<b>North American Jet Maintenance LLC</b> <b>1011 S Wolf Road</b> <b>Wheeling, IL 60090</b>		-						
Account No.			<b>June 2010</b> <b>Use license contract percentage of airplane N630P unpaid</b>				<b>24,926.00</b>	
<b>Robert Owen</b> <b>369 Long Hill Road East</b> <b>Briarcliff Manor, NY 10510</b>		-						
Account No.			<b>2007-2010</b> <b>Aircraft services</b>				<b>8,640.36</b>	
<b>Panorama Flight Service Inc.</b> <b>Westchester Airport</b> <b>67 Tower Road, Hanger T</b> <b>White Plains, NY 10604</b>		-						
Sheet no. <u>17</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>196,789.02</b>

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			<b>2009 Legal services</b>				<b>768.34</b>
<b>Parsons Behle &amp; Latimer 201 South Main Street Suite 1800 Salt Lake City, UT 84111</b>		-					
Account No.			<b>2007-2010 Property Tax</b>				<b>2,026.04</b>
<b>Patsy Schultz, RTA 1317 Eugene Heimann Circle Richmond, TX 77469</b>		-					
Account No.			<b>July 2010 Use license contract percentage of airplane N640P unpaid</b>				<b>19,190.00</b>
<b>Daniel Pennie 335 Salem Church Road Saint Paul, MN 55118</b>		-					
Account No.			<b>2007-2010 Aircraft services</b>				<b>60.00</b>
<b>Quality Aircraft Care 2056 Palomar Airport Road Suite 1 Carlsbad, CA 92011</b>		-					
Account No.			<b>September 16, 2010 Use license contract percentage of airplane N670P unpaid</b>				<b>13,965.00</b>
<b>Tom Reid 5252 Balboa Avenue Suite 500 San Diego, CA 92117</b>		-					
Sheet no. <u>18</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>36,009.38</b>
Subtotal (Total of this page)							

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
Account No.			<b>2007-2010 Aircraft services</b>				<b>3,369.77</b>	
<b>San Diego County 1600 Pacific Highway Suite 260 San Diego, CA 92101</b>	-							
Account No.			<b>2007-2010 Aircraft services</b>				<b>24,888.79</b>	
<b>San Mateo County 555 County Center First Floor Redwood City, CA 94063-1665</b>	-							
Account No.			<b>2007-2010 Aircraft services</b>				<b>24.84</b>	
<b>Santa Monica Airport 3223 Donald Douglas Loop South Santa Monica, CA 90405</b>	-							
Account No.			<b>June 2010 Use license contract percentage of airplane N630P unpaid</b>				<b>22,434.00</b>	
<b>Juan Santucci 182 Julian Street Rye, NY 10580</b>	-							
Account No.			<b>September 16, 2010 Use license contract percentage of airplane N670P unpaid</b>				<b>16,625.00</b>	
<b>John Serocki 2125 Cordero Road Del Mar, CA 92014</b>	-							
Sheet no. <u>19</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>Subtotal (Total of this page)</b>	<b>67,342.40</b>

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.					
Account No.		-	<b>2008</b> <b>Legal services</b>				<b>16,952.01</b>	
<b>Seyfarth Shaw LLP</b> <b>333 South Hope Street</b> <b>Suite 3900</b> <b>Los Angeles, CA 90071-1406</b>								
Account No.		-	<b>2007-2010</b> <b>Aircraft services</b>				<b>359.76</b>	
<b>Showalter Flying Service Inc.</b> <b>400 Herndon Avenue</b> <b>Orlando, FL 32803</b>								
Account No.		-	<b>2007-2010</b> <b>Aircraft services</b>				<b>10.00</b>	
<b>Sikorsky Memorial Airport (BDR)</b> <b>1000 Great Meadow Road</b> <b>Stratford, CT 06615</b>								
Account No.		-	<b>2008</b> <b>Aircraft services</b>				<b>1,840.00</b>	
<b>Single Pilot Jet Management LLC</b> <b>103-1580 Beechcraft Avenue</b> <b>Chesterfield, MO 63005</b>								
Account No.		-	<b>2007-2010</b> <b>Aircraft services</b>				<b>3,611.25</b>	
<b>Tampa International Jet Center</b> <b>4751 Jim Walter Blvd.</b> <b>Tampa, FL 33607</b>								
Sheet no. <u>20</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>22,773.02</b>

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		-	2007-2010 Aircraft services				85.00
Teterboro Airport 399 Industrial Avenue Teterboro, NJ 07608							
Account No.		-	2006 Deposit on Eclipse Jet				104,533.00
The Loan Corporation - Harry Hedaya 4913 Bay Way Drive Tampa, FL 33609							
Account No.		-	2007-2010 Aircraft services				85.00
Town of East Hampton Airport 200 Daniels Hole Road Wainscott, NY 11937							
Account No.		-	2007-2010 Aircraft services				984.00
University Air Center 4701 NE 40th Terrace Gainesville, FL 32609							
Account No.		-	2008 Legal services				6,059.21
US Legal Support/Miller Parker Inc. 5910 N. Central Expressway #100 Dallas, TX 75206-5130							
Sheet no. <u>21</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							111,746.21

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.					
Account No.			<b>2006</b> <b>Deposit on Eclipse Jet</b>				<b>104,533.00</b>	
<b>VIP Capital Air LLC - J. Barlow</b> <b>4351 Gulf Shore Blvd N.</b> <b>Residence 19N</b> <b>Naples, FL 34103</b>		-						
Account No.			<b>March 2010</b> <b>Use license contract percentage of airplane</b> <b>N460P unpaid</b>				<b>18,086.00</b>	
<b>Robert Wall</b> <b>315 Teakwood Lane</b> <b>Houston, TX 77024</b>		-						
Account No.			<b>July 2010</b> <b>Use license contract percentage of airplane</b> <b>N680P unpaid</b>				<b>32,775.00</b>	
<b>Tom Watkins</b> <b>2537 East 6200 South</b> <b>Salt Lake City, UT 84121</b>		-						
Account No.			<b>2007-2010</b> <b>Aircraft services</b>				<b>25.30</b>	
<b>Westchester County Airport</b> <b>240 Airport Road</b> <b>Suite 202</b> <b>White Plains, NY 10604</b>		-						
Account No.			<b>2007-2010</b> <b>Aircraft services</b>				<b>1,500.00</b>	
<b>Western Flight Services, LLC</b> <b>2210 Palomar Airport Road</b> <b>Carlsbad, CA 92011</b>		-						
Sheet no. <u>22</u> of <u>23</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>156,919.30</b>

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>Will Wilkinson</b> <b>5124 Skyline Drive</b> <b>Ogden, UT 84403</b>		-	<b>July 2010</b> <b>Use license contract percentage of airplane</b> <b>N680P unpaid</b>				<b>25,128.00</b>
Account No.  <b>XM Satellite Radio</b> <b>1500 Eckington Place NE</b> <b>Washington, DC 20002</b>		-	<b>2007-2010</b> <b>Aircraft maintenance</b>				<b>5,463.33</b>
Account No.  							
Account No.  							
Account No.  							
Sheet no. <b>23</b> of <b>23</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal (Total of this page)				<b>30,591.33</b>
			Total (Report on Summary of Schedules)				<b>2,463,780.47</b>

In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☒ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
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In re **OurPlane Corp.**

Case No. \_\_\_\_\_

Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☒ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
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**United States Bankruptcy Court  
Western District of New York**

In re **OurPlane Corp.**  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter **7**

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **38** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **September 28, 2010**

Signature **/s/ Graham Casson**  
**Graham Casson**  
**President**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

# United States Bankruptcy Court Western District of New York

In re **OurPlane Corp.**

Debtor(s)

Case No.

Chapter

**7**

## STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

### DEFINITIONS

**"In business."** A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

**"Insider."** The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

### 1. Income from employment or operation of business

None ☐ State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
<b>\$1,240,017.00</b>	<b>Earnings - 2008</b>
<b>\$349,110.00</b>	<b>Earnings - 2009</b>
<b>\$639,000.00</b>	<b>Earnings - 2010</b>

### 2. Income other than from employment or operation of business

None ☒ State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
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**3. Payments to creditors**

None ☒ **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None ☐ b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850\*. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Frank Crystal Insurance 33 Old Slip New York, NY 10005	July 10, 2010	\$6,221.00	\$0.00
OurPlane Inc. 1673 Richmond Street, Suite 128 London Ontario N6A 2N3	August 2010	\$65,022.00	\$1,406,125.00
Frank Crystal Insurance 33 Old Slip New York, NY 10005	September 20, 2010	\$7,100.00	\$0.00
OurPlane Inc. 1673 Richmond Street, Suite 128 London Ontario N6A 2N3	September 2010	\$39,000.00	\$1,406,125.00

None ☒ c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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**4. Suits and administrative proceedings, executions, garnishments and attachments**

None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
W.Blume v OurPlane Corp.	Litigation to recover aircraft deposit \$250,000.00	Grand Rapids, Michigan	
Dumas/Kwiecian/Guzman v OurPlane Corp.	Contract default \$180,000.00	New York	

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

- None ☒ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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#### 5. Repossessions, foreclosures and returns

- None ☐ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
State of Florida	July 2010	Sales Tax Recovery - Garnishment on bank account - \$29,000.00
Lee Lau 6749 Concession 6, R.R. #1 Uxbridge Ontario L9P 1R1	June 2010	Aircraft Repossessions (N680P-value \$230,000.00, N990P-value \$200,000.00, N6409-value \$202,000.00, N760P-value \$190,000.00 AND N6309-value \$180,000.00)
Pacific Air Center 18037 N. 94th Way Scottsdale, AZ 85255	September 2010	Sale of One Cirrus 22 Airplane FHA Registration #1020P located at Pacific Air Center, 18037 N. 94th Way, Scottsdale AZ 85255 - Proceeds paid into title company to be distributed to secured creditors.

#### 6. Assignments and receiverships

- None ☒ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None ☒ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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#### 7. Gifts

- None ☒ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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**8. Losses**

- None ☒ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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**9. Payments related to debt counseling or bankruptcy**

- None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Aaron Dautch Sternberg & Lawson LLP 730 Convention Tower Buffalo, NY 14202	September 2010	\$4,964.00

**10. Other transfers**

- None ☒ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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- None ☒ b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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**11. Closed financial accounts**

- None ☐ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
Royal Bank Centura Bank Orlando Gateway/RBC Bank (USA) 1000 Legion Place Suite 100 Orlando, FL 32801	Acct #xxxxxx8964	August 2010 Balance was: -\$680.00

**12. Safe deposit boxes**

- None ☒ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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**13. Setoffs**

- None ☒ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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**14. Property held for another person**

- None ☒ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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**15. Prior address of debtor**

- None ☐ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
80 State Street Albany NY 12207	OurPlane Corp.	2006-2008
12020 Sunrise Valley Drive Suite 100 Reston VA 20191	OurPlane Corp.	2008-present

**16. Spouses and Former Spouses**

- None ☒ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

**17. Environmental Information.**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

- None ☒ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☒ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☒ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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### 18 . Nature, location and name of business

- None ☒ a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

*If the debtor is a partnership*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

*If the debtor is a corporation*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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- None ☒ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

### 19. Books, records and financial statements

- None ☐ a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.



## NAME AND ADDRESS

**Lora Cummings, CFO**  
**12020 Sunrise Valley Drive Suite 100**  
**Reston, VA 20191**

## DATES SERVICES RENDERED

**2004-2009**

**Padgett Business Services**  
**339 Horton Street E, Suite 101**  
**London Ontario N6B 1L6**

**2009-2010**

**Lunick and Company - Michael King**  
**383 Richmond Suite 502**  
**London Ontario N6A 3C4**

**2005-2009**

- None ☒ b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

## NAME

## ADDRESS

## DATES SERVICES RENDERED

- None ☒ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

## NAME

## ADDRESS

- None ☒ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

## NAME AND ADDRESS

## DATE ISSUED

---

**20. Inventories**

- None ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

## DATE OF INVENTORY

## INVENTORY SUPERVISOR

DOLLAR AMOUNT OF INVENTORY  
 (Specify cost, market or other basis)

- None ☒ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

## DATE OF INVENTORY

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY  
 RECORDS

---

**21 . Current Partners, Officers, Directors and Shareholders**

- None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

## NAME AND ADDRESS

## NATURE OF INTEREST

## PERCENTAGE OF INTEREST

- None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

## NAME AND ADDRESS

## TITLE

NATURE AND PERCENTAGE  
 OF STOCK OWNERSHIP

**Graham Casson**  
**195 Pinebrook Place**  
**London Ontario Canada N5X 4C6**

**President**

**sole stockholder of OurPlane Holding Inc. which entity is the sole stockholder of debtor**

**22 . Former partners, officers, directors and shareholders**

None ☐ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None ☐ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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**23 . Withdrawals from a partnership or distributions by a corporation**

None ☐ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
---	-----------------------------------	--

**24. Tax Consolidation Group.**

None ☐ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
----------------------------	--------------------------------------

**25. Pension Funds.**

None ☐ If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
----------------------	--------------------------------------

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date September 28, 2010

Signature /s/ Graham Casson  
**Graham Casson**  
**President**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571*

**United States Bankruptcy Court  
Western District of New York**

In re **OurPlane Corp.**

Debtor(s)

Case No. \_\_\_\_\_

Chapter **7**

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept .....	\$	<u><b>4,964.00</b></u>
Prior to the filing of this statement I have received .....	\$	<u><b>4,964.00</b></u>
Balance Due .....	\$	<u><b>0.00</b></u>

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]  
**none**

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

**Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.**

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: **September 28, 2010**

**/s/ William E. Lawson**

**William E. Lawson  
Aaron Dautch Sternberg & Lawson, LLP  
730 Convention Tower  
43 Court St  
Buffalo, NY 14202-3172  
(716) 854-3015 Fax: (716) 854-1716  
lawson@aarondautch.com**

**United States Bankruptcy Court  
Western District of New York**

In re **OurPlane Corp.**  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter **7**

**VERIFICATION OF CREDITOR MATRIX**

I, the President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **September 28, 2010**

**/s/ Graham Casson**  
**Graham Casson/President**  
Signer/Title

Advanced Disposal Systems  
7915 Baymeadows Way Suite 300  
Jacksonville, FL 32256

Aero Records and Title Co.  
6350 West Reno Avenue  
Oklahoma City, OK 73127

Aero Resources  
PO Box 1833  
Houston, TX 77251-1833

AIC Title Service, LLC  
6350 West Reno Avenue  
Oklahoma City, OK 73127

Air Power Inc.  
1430 Trinity Avenue  
PO Box 5406  
High Point, NC 27262

Alpha Reporting Services Inc.  
7920 Belt Line Road Suite 500  
Dallas, TX 75254

American Aviation  
2495 Broad Street  
Brooksville, FL 34604

Brett Anderson  
1273 W. 1300 S.  
Woods Cross, UT 84087

John Arias  
9010 Saddleback Road  
Park City, UT 84098

Atlantic Aviation Corporation  
PO Box 641830  
Pittsburgh, PA 15264-1830

Aviation International News  
218 Franklin Avenue  
Midland Park, NJ 07432

Rob Bacon  
2536 Campus Drive  
Salt Lake City, UT 84121

Barnes & Thornburg  
171 Monroe Avenue NW  
Suite 1000  
Grand Rapids, MI 49503-2694

Bat Masonry Company  
22473 Timberlake Road  
Lynchburg, VA 24502

Bates Lee Advertising  
2950 Airway Avenue #A9  
Costa Mesa, CA 92626-6019

Brian Binau  
5219 Pine  
Bellaire, TX 77401

Jack Blanton Jr.  
3347 Chevy Chase Drive  
Houston, TX 77019

Blue Sky Aviation Detailing  
14707 Concord Grove  
Houston, TX 77804

Blume Engineering LLC  
581 Dunnegan Drive  
Laguna Beach, CA 92651

Bode Aviation Inc.  
7401 Paseo Del Volcan NW  
Albuquerque, NM 87121

Gary Burke  
2712 Ocean Front  
Del Mar, CA 92014

Cirrus Design Corporation  
4515 Taylor Circle  
Duluth, MN 55811

City Business Journals Network  
120 West Morehead Street  
Charlotte, NC 28202-1874

City of Sugar Land Property Tax  
PO Box 5029  
Sugar Land, TX 77487-5029

Clear Star Aviation LLC  
4765 Frank Luke Drive  
Addison Airport  
Addison, TX 75001

Connecticut Sales Tax  
25 Sigourney Street  
Suite 2  
Hartford, CT 06106

Crownair Aviation  
3753 John J. Montgomery Drive  
San Diego, CA 92123

CSC - Corporation Service Company  
2711 Centerville Road  
Wilmington, DE 19808

Dallas Central Appraisal District  
Business Perosnal Property Division  
Box 560368  
Dallas, TX 75356-0368

Dr. Parvez Dara  
527 Fielders Lane  
Toms River, NJ 08755

Davis DeYoung LLP  
1901 Avenue of the Stars  
Suite 200  
Los Angeles, CA 90067

Dealer Communications  
2000 Town Center  
Suite 1900  
Southfield, MI 48075

DeLoitte & Touche LLP  
350 S. Grand Avenue  
Los Angeles, CA 90071

Desser Tire & Rubber  
6900 Acco Street  
Montebello, CA 90640

Peter Diebold  
531 Rancho Bauer Drive  
Houston, TX 77079

Martin Doran  
315 Elm Street  
New Canaan, CT 06840

Drew and Drew  
159 Linwood Avenue  
Buffalo, NY 14210

Daniel Dulitz  
181 Centre Street #4  
Mountain View, CA 94041

Don Dumas  
1533 Eaglepoint Drive  
Carrollton, TX 75007

Robert Duncan  
8830 Lakewood Drive  
Irving, TX 75063

Brian Dunefsky  
154 Fieldpoint Drive  
Irvington, NY 10533

Easton Airport  
29137 Newnam Road  
Unit One  
Easton, MD 21601

Eclipse Aviation Corporation  
2503 Clark Carr Loop SE  
Albuquerque, NM 87106



Gary Elkins  
16430 Koester  
Houston, TX 77040

Federal Aviation Administration  
800 Independence Avenue SW  
Washington, DC 20591

Fedex Trade Networks  
7075 Ordan Drive  
Mississauga Ontario  
L5T 1K6

Richard Fish  
6349 Vanderbilt Street  
Houston, TX 77005

Florida Dept of Revenue  
Taxpayer Services  
5050 W. Tennessee Street Bldg L  
Tallahassee, FL 32399-0113

Florida Dept. of Revenue  
Taxpayer Services  
5050 W. Tennessee Street Bldg L  
Tallahassee, FL 32399-0112

FMS Airspares  
1930 East Airport Blvd  
Sanford, FL 32773

Fort Bend County Tax Office  
1317 Eugene Heimann Circle  
Richmond, TX 77469

Fort Bend Independent School District  
16431 Lexington Blvd.  
Sugar Land, TX 77479

Ron Garret  
5424 Palm Drive  
La Canada Flintridge, CA 91011

Gibbs Service Center Inc.  
Montgomery Field  
San Diego, CA 92111

Gould and Ratner LLP  
222 North LaSalle Street  
Suite 800  
Chicago, IL 60601

Richard Graham  
24516 Breckenridge Place  
Santa Clarita, CA 91321

Raul Guzman  
1708 Water Lily Drive  
Southlake, TX 76092

Mark Hanley  
3810 South Cooper Street  
Arlington, TX 76015

Carl Hansen  
4517 Gilford Drive  
Edina, MN 55435

Robert Hawley  
5111 Braeburn Drive  
Bellaire, TX 77401

Hawthorne Municipal Airport  
4455 W. 126th Street  
Hawthorne, CA 90250

Jolly Hayden  
4532 Beech Street  
Bellaire, TX 77401

Robert Herlin  
3 Raydon Lane  
Houston, TX 77024

David Herr  
844 Fairmount Avenue  
Saint Paul, MN 55105-3340

HostDime Inc. - E. Vivar  
1157 Hollow Pinve Drive  
Oviedo, FL 32765

Houston Aviation Center LLC  
1288 Highway 6 South  
Hanger 104  
Sugar Land, TX 77478

Thomas Hunt  
555 E 215th Street  
Jordan, MN 55352

Robert Hyams  
3734 Broadlawn Drive  
Los Angeles, CA 90068

Internal Revenue Service  
P O Box 21126  
Philadelphia, PA 19114

J&T Aviation -J. Gombold  
11050 Crystal Springs Road  
Santee, CA 92071

JD Megargel  
40 Aegean Avenue  
Tampa, FL 33606

Jeppesen  
55 Inverness Drive East  
Englewood, CO 80112

JT Aviation  
11050 Crystal Springs Road  
Santee, CA 92017

K & L Gates  
1717 Main Street  
Suite 2800  
Dallas, TX 75201

Ron Kaplan  
2669 Roscomare Road  
Los Angeles, CA 90077

Kar Tek Auto Salon Mobile Detailing  
2034 Hidden Crest Drive  
El Cajon, CA 92019

Brian Keating  
9633 La Jolla Farms Road  
La Jolla, CA 92307

Bill Kennedy  
24807 Los Altos Drive  
Valencia, CA 91355

Daniel Kortick  
19 Hallocks Run  
Somers, NY 10589

Jerome Kwiecien  
384 Pine Valley Drive  
Fairview, TX 75069

Lakeside Advisors Inc.  
1115 East Denny Way  
Seattle, WA 98122

Lima Charlie - Harry Hedaya  
4890 W. Kennedy Blvd  
Suite 260  
Tampa, FL 33609

Los Angeles County Tax Collector  
225 North Hill Street  
Room 122  
Los Angeles, CA 90012

Los Angeles County Tax Collector  
500 W. Temple Street  
Los Angeles, CA 90012

Ben MacDonald  
3400 Redding Road  
Fairfield, CT 06824

Carey Mariash  
9152 Lambeth Court  
Indianapolis, IN 46278

Mark Anchor Albert, Esq.,  
601 South Figueroa Street  
Suite 2370  
Los Angeles, CA 90017

Andy McCarthy  
7335 Inwood Road  
Dallas, TX 75209

Ed McDonough  
1514 Preston Street  
Salt Lake City, UT 84108

Michael !Lahie  
Jamaica Towers Suite 202  
2885 Gulf Shore N.  
Naples, FL 34103

Million AIr - Utah  
303 North 2370 West  
Salt Lake City, UT 84116

Minnesota Department of Transportation  
Transportation Building  
395 John Ireland Blvd.  
Saint Paul, MN 55155

Minnesota Sales Tax  
Sales and UST Tax Division  
Mail Station 6330  
Saint Paul, MN 55146-6330

David Misunas  
7001 Oakport Street  
Oakland, CA 94621

Sterling Moore  
2647 Joann Street  
Stafford, TX 77477

Jeb Morrison  
11636 Timberline Road  
Minneapolis, MN 55305

Multi Service  
8650 College Blvd.  
Overland Park, KS 66210

National Security Co., Inc. - Shane Wang  
111 Westfoot Hill Blvd.  
Arcadia, CA 91006

Nexa Capital  
1250 24th Street NW  
Suite 300  
Washington, DC 20037

North American Jet Maintenance LLC  
1011 S Wolf Road  
Wheeling, IL 60090

NYS Department of Tax & Finance  
Tax Processing Unit  
PO Box 1909  
Albany, NY 12201-1909

Orange County Tax Collector  
PO Box 2551  
200 South Orange Avenue  
Suite 1500  
Orlando, FL 32801

Robert Owen  
369 Long Hill Road East  
Briarcliff Manor, NY 10510

Panorama Flight Service Inc.  
Westchester Airport  
67 Tower Road, Hanger T  
White Plains, NY 10604

Parsons Behle & Latimer  
201 South Main Street  
Suite 1800  
Salt Lake City, UT 84111

Patsy Schultz, RTA  
1317 Eugene Heimann Circle  
Richmond, TX 77469

Daniel Pennie  
335 Salem Church Road  
Saint Paul, MN 55118

Quality Aircraft Care  
2056 Palomar Airport Road  
Suite 1  
Carlsbad, CA 92011

Tom Reid  
5252 Balboa Avenue  
Suite 500  
San Diego, CA 92117

San Diego County  
1600 Pacific Highway  
Suite 260  
San Diego, CA 92101

San Mateo County  
555 County Center  
First Floor  
Redwood City, CA 94063-1665

Santa Monica Airport  
3223 Donald Douglas Loop South  
Santa Monica, CA 90405

Juan Santucci  
182 Julian Street  
Rye, NY 10580

John Serocki  
2125 Cordero Road  
Del Mar, CA 92014

Seyfarth Shaw LLP  
333 South Hope Street  
Suite 3900  
Los Angeles, CA 90071-1406

Showalter Flying Service Inc.  
400 Herndon Avenue  
Orlando, FL 32803

Sikorsky Memorial Airport (BDR)  
1000 Great Meadow Road  
Stratford, CT 06615

Single Pilot Jet Management LLC  
103-1580 Beechcraft Avenue  
Chesterfield, MO 63005

State Comptroller of Public Accounts  
Box 149359  
Austin, TX 78714-9359

Tampa International Jet Center  
4751 Jim Walter Blvd.  
Tampa, FL 33607

Teterboro Airport  
399 Industrial Avenue  
Teterboro, NJ 07608

The Loan Corporation - Harry Hedaya  
4913 Bay Way Drive  
Tampa, FL 33609

Town of East Hampton Airport  
200 Daniels Hole Road  
Wainscott, NY 11937

University Air Center  
4701 NE 40th Terrace  
Gainesville, FL 32609

US Legal Support/Miller Parker Inc.  
5910 N. Central Expressway #100  
Dallas, TX 75206-5130

Utah State Tax Commission  
210 North 1950 West  
Salt Lake City, UT 84134

VIP Capital Air LLC - J. Barlow  
4351 Gulf Shore Blvd N.  
Residence 19N  
Naples, FL 34103



Robert Wall  
315 Teakwood Lane  
Houston, TX 77024

Tom Watkins  
2537 East 6200 South  
Salt Lake City, UT 84121

Westchester County Airport  
240 Airport Road  
Suite 202  
White Plains, NY 10604

Western Flight Services, LLC  
2210 Palomar Airport Road  
Carlsbad, CA 92011

Will Wilkinson  
5124 Skyline Drive  
Ogden, UT 84403

XM Satellite Radio  
1500 Eckington Place NE  
Washington, DC 20002

**United States Bankruptcy Court  
Western District of New York**

In re **OurPlane Corp.**

Debtor(s)

Case No.  
Chapter

**7**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **OurPlane Corp.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

**September 28, 2010**

Date

**/s/ William E. Lawson**

**William E. Lawson**

Signature of Attorney or Litigant

Counsel for **OurPlane Corp.**

**Aaron Dautch Sternberg & Lawson, LLP**

**730 Convention Tower**

**43 Court St**

**Buffalo, NY 14202-3172**

**(716) 854-3015 Fax: (716) 854-1716**

**lawson@aarondautch.com**

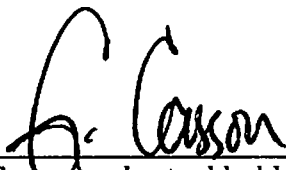
COMBINED MEETING OF  
SOLE SHAREHOLDER  
OF  
OURPLANE CORP.

The above meeting was held on the 05 day of September, 2010 at 1673  
Richmond Street, Suite 128, London, Ontario, Canada N6A 2A6. Present was Graham  
Casson, the sole owner of all of the authorized capital stock of OurPlane Holding Inc.,  
who is the sole stockholder of OurPlane Corp.

It was resolved that a petition in Chapter 7 of the Bankruptcy Code should be  
filed by OurPlane Corp. and Graham Casson was authorized to retain New York counsel  
to proceed with the filing of such petition and to make payments to said counsel of the  
legal fees and filing fees necessary to accomplish such filing.

It was agreed that a waiver of notice of this meeting was accepted. There being  
no immediate further business before the meeting, the same on motion was duly  
adjourned.

Dated: September 28 2010

  
\_\_\_\_\_  
Graham Casson, sole stockholder of  
OurPlane Holding Inc.